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FILED
'08 APR 28 PM 3:22
CLERK, U.S. DISTRICT COURT
SOUTHERN DISTRICT OF CALIFORNIA
BY: DEPUTY

UNITED STATES DISTRICT COURT

FOR THE SOUTHERN DISTRICT OF CALIFORNIA

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

vs.

PLUS MONEY, INC, and MATTHEW LA MADRID

Defendants,

and

THE PREMIUM RETURN FUND LIMITED-LIABILITY LIMITED PARTNERSHIP, THE PREMIUM RETURN FUND II LIMITED-LIABILITY LIMITED PARTNERSHIP, THE PREMIUM RETURN FUND III LIMITED-LIABILITY LIMITED PARTNERSHIP, RETURN FUND, LLC, RETURN FUND II, LLC, RETURN FUND III, LLC, RETURN FUND IV, LLC, RETURN FUND V, LLC, RETURN FUND VI, LLC, PALLADIUM HOLDING COMPANY, and DONALD LOPEZ,

Relief Defendants.

Case No. '08 CV 0764 H NLS

DECLARATION OF MARC J. BLAU IN SUPPORT OF PLAINTIFF SECURITIES AND EXCHANGE COMMISSION'S *EX PARTE* APPLICATION FOR TEMPORARY RESTRAINING ORDER (1) FREEZING ASSETS; (2) APPOINTING A TEMPORARY RECEIVER; (3) REQUIRING ACCOUNTINGS; (4) PROHIBITING THE DESTRUCTION OF DOCUMENTS; (5) GRANTING EXPEDITED DISCOVERY; AND ORDER TO SHOW CAUSE RE PRELIMINARY INJUNCTION AND APPOINTMENT OF A PERMANENT RECEIVER

I, Marc J. Blau, pursuant to 28 U.S.C. § 1746, declare as follows:

1. I am an attorney admitted to practice law by the State Bar of California and by this Court. My California Bar Number is 198162. I am a Branch Chief with Plaintiff Securities and Exchange Commission ("Commission") in the Office of Enforcement. My office is located in the Commission's Los Angeles Regional Office, and my address and telephone number are 5670 Wilshire Boulevard, 11th Floor, Los Angeles, California 90036, Telephone – (323) 965-3975. I make this declaration in support of the Commission's *Ex Parte* Application for Temporary Restraining Order (1) Freezing Assets; (2) Appointing a Temporary Receiver; (3) Requiring Accountings; (4) Prohibiting the Destruction of Documents; (5) Granting Expedited Discovery; and Order to Show Cause Re Preliminary Injunction and Appointment of a Permanent Receiver. I have personal knowledge of each of the matters set forth below.

2. In the course of my duties with the Commission, I conduct and supervise inquiries and investigations into possible violations of the federal securities laws, and I appear in federal court and before administrative law judges to bring Commission enforcement actions. My responsibilities include (1) obtaining and analyzing documents and other materials, (2) interviewing and taking the sworn testimony of witnesses, (3) applying statutes and regulations promulgated by the Commission, and (4) representing the Commission before United States District Courts and administrative courts. In my capacity as a Branch Chief for the Commission in the Office of Enforcement, I am required to, and have become, personally familiar with the manner in which the Commission's documents, books, and records are prepared and made. The Commission maintains records of its investigatory activities in the ordinary and regular course of its business, and it is the ordinary and regular course of business of the Commission to make and keep such records. It is the regular course of business of the Commission's staff with knowledge of an investigatory activity to make or receive a record of the activity or to transmit information thereof to be included in such records, and such records are made at or near the time or reasonably soon after.

3. I am one of the Commission attorneys who were primarily responsible for conducting the Commission investigation titled In the Matter of Plus Money, Commission

Investigation No. LA-3486. In the course of the investigation, I and others under my supervision sought and obtained documents and other evidence regarding the activities of defendants Plus Money, Inc. ("Plus Money"), Matthew La Madrid, and the relief defendants named in this matter, including Palladium Holding Company ("Palladium").

4. I, and others under my supervision, conducted searches of several computer databases regarding the corporate status of the defendants and relief defendants.

a. A true and correct copy of a printout downloaded from the Lexis-Nexis database from regarding the corporate status of Plus Money is attached hereto as Exhibit 1.

b. A true and correct copy of a printout downloaded from the website of the Nevada Secretary of State regarding the Premium Return Fund Limited-Liability Limited Partnership is attached hereto as Exhibit 2.

c. A true and correct copy of a printout downloaded from the Nevada Secretary of State's website regarding the The Premium Return Fund II, Limited-Liability Limited Partnership is attached hereto as Exhibit 3.

d. A true and correct copy of a printout downloaded from the website of the Nevada Secretary of State regarding the The Premium Return Fund III Limited-Liability Limited Partnership is attached hereto as Exhibit 4.

e. A true and correct copy of a printout downloaded from the Westlaw database regarding Return Fund, LLC is attached hereto as Exhibit 5.

f. A true and correct copy of a printout downloaded from the Westlaw database regarding Return Fund II, LLC is attached hereto as Exhibit 6.

g. A true and correct copy of a printout downloaded from the Westlaw database regarding Return Fund III, LLC is attached hereto as Exhibit 7.

h. A true and correct copy of a printout downloaded from the Westlaw database regarding Return Fund IV, LLC is attached hereto as Exhibit 8.

i. A true and correct copy of a printout downloaded from the Westlaw database regarding Return Fund V, LLC is attached hereto as Exhibit 9.

j. A true and correct copy of a printout downloaded from the Westlaw database regarding Return Fund VI, LLC is attached hereto as Exhibit 10.

k. A true and correct copy of a printout downloaded from the Westlaw database regarding Vision Quest Investments is attached hereto as Exhibit 11.

l. A true and correct copy of a printout of the articles of incorporation of Palladium Holding Company, downloaded from the Colorado Secretary of State's website is attached hereto as Exhibit 12.

m. A true and correct copy of a printout of downloaded from the Colorado Secretary of State's website regarding Palladium is attached hereto as Exhibit 13.

n. A true and correct copy of a printout downloaded from the Westlaw database regarding Classic and Thoroughbred Motor Company is attached hereto as Exhibit 14.

o. A true and correct copy of a printout downloaded from the Westlaw database regarding Associated Companies is attached hereto as Exhibit 15.

5. In the course of the Commission's investigation, Peter Del Greco, a staff attorney whom I supervise, issued and caused to be served a request for documents on Charles Schwab & Co., Inc. ("Schwab"). A true and correct copy of Mr. Del Greco's request is attached hereto as Exhibit 16.

6. A true and correct copy of Schwab's declaration dated April 24, 2008 regarding its production of documents in response to the Commission's request is attached hereto as Exhibit 17.

7. In response to the Commission's request for documents, Schwab produced the following wire transfers and supporting documentation:

a. A form dated September 13, 2007, authorizing Schwab to transfer $1,200,000 from "The Premium Return Fund I, L.L.L.P" account number 8039-0141, to a Bank of America account number 026009593 in the name of Vision Quest Investments. A true and correct copy of this form, and supporting instructions detail is attached hereto as Exhibit 18.

b. A form dated September 13, 2007, authorizing Schwab to transfer $1,300,000 from "The Premium Return Fund II, L.L.L.P" account number 5045-7535, to a Bank of America account number 026009593 in the name of Vision Quest Investments. A true and correct copy of this form, and supporting instructions detail is attached hereto as Exhibit 19.

c. A form dated September 13, 2007, authorizing Schwab to transfer $2,500,000 from "The Premium Return Fund III, L.L.L.P" account number 6058-2121, to a Bank of America account number 026009593 in the name of Vision Quest Investments. A true and correct copy of this form, and supporting instructions detail is attached hereto as Exhibit 20.

d. A form dated October 8, 2007, authorizing Schwab to transfer $600,000 from "The Premium Return Fund II, L.L.L.P" account number 5045-7535, to a Bank of America account number 026009593 in the name of Vision Quest Investments. A true and correct copy of this form, and supporting instructions detail is attached hereto as Exhibit 21.

e A form dated October 8, 2007, authorizing Schwab to transfer $2,000,000 from "The Premium Return Fund III, L.L.L.P" account number 6058-2121, to a Bank of America account number 026009593 in the name of Vision Quest Investments. A true and correct copy of this form, and supporting instructions detail is attached hereto as Exhibit 22.

8. In response to the Commission's April 14, 2008 request, Schwab also produced account statements for the time period beginning in January 2004 and ending in March 2008 for the following six brokerage accounts held at Schwab:

a. Matthew La Madrid – Account No. 3080-1748

b. Matthew La Madrid – Account No. 4113-6563

c. Matthew La Madrid – Account No. 5333-3398

d. The Premium Return Fund I, L.P. A Partnership– Account No. 8039-0141

e. The Premium Return Fund II, LLL A Partnership – Account No. 5045-7535

f. The Premium Return Fund III, LL A Partnership – Account No. 6058-2121

9. The records described above are voluminous, such that they cannot be conveniently examined in Court. I reviewed these brokerage statements and created a spreadsheet summarizing the monthly deposits into these accounts. A true and correct copy of this spreadsheet is attached hereto as Exhibit 23. Based upon my examination of these records, deposits into Fund I account totaled approximately $6.2 million, deposits into the Fund II account totaled approximately $7.5 million, deposits into the Fund III account totaled approximately $12.7 million, and deposits into La Madrid's accounts ending in '1748 and '3398 totaled approximately $4.2 million. My review of these statements also reflected transactions that were consistent with the purchase of covered call options. The underlying documents are available for examination and copying at the Commission's office in Los Angeles. Furthermore, the Commission will submit the documents to the Court if the Court desires.

10. On or about April 15, 2008, I received a letter sent from Schwab, attaching a spreadsheet detailing the name, account number, and current balance of nine Schwab accounts held in the name of Matthew La Madrid and/or the Premium Return Funds. A true and correct copy of this letter, and accompanying spreadsheet, is attached hereto as Exhibit 24.

11. In the course of the Commission's investigation, I issued and caused to be served a subpoena duces tecum on Huntington National Bank ("HNB") for information relating to accounts held by Palladium. A true and correct copy of that subpoena is attached hereto as Exhibit 25.

12. On or about April 18, 2008, pursuant to the Commission's subpoena HNB made a production of documents to the Commission. A true and correct copy of the fax cover sheet accompanying their production is attached hereto as Exhibit 26.

13. In response to the Commission's subpoena, HNB produced the following documents relating to Palladium's checking account number 27-001064-5 and savings account 29-001116-7:

a. A series of account opening documents for Palladium's checking account, true and correct copies of which are attached hereto as Exhibit 27.

b. A copy of the signature card for Palladium's checking account, a true and correct copy of which is attached hereto as Exhibit 28.

c. A copy of Palladium's checking account statement for the time period beginning November 13, 2007 and ending December 12, 2007, a true and correct copy of which is attached hereto as Exhibit 29.

d. A wire transfer detail dated November 14, 2007 describing a transfer of $10,000,000 from a Bank of America account number 026009593 held in the name of Matthew La Madrid / Vision Quest Investments, a true and correct copy of which is attached hereto as Exhibit 30.

e. A series of wire transfers originating from Palladium's checking account, true and correct copies of which are attached hereto as Exhibit 31.

f. A copy of Palladium's savings account statement for the time period beginning November 13, 2007 and ending December 12, 2007, a true and correct copy of which is attached hereto as Exhibit 32.

g. A wire transfer detail dated November 19, 2007 describing a transfer of $5,000,000 to a bank account controlled by Legent Clearing, a true and correct copy of which is attached hereto as Exhibit 33.

h. A wire transfer detail dated November 21, 2007 describing a transfer of $500,000 to a Bank of America account number 026009593 held in the name of Matthew La Madrid, a true and correct copy of which is attached hereto as Exhibit 34.

i. A series of wire transfers originating from Palladium's savings account, true and correct copies of which are attached hereto as Exhibit 35.

14. I created a spreadsheet summarizing the wire transfers detailed in Exhibits 30, 32-34, a copy of which is attached hereto as Exhibit 36.

15. In the course of the Commission's investigation, I issued and caused to be served a

request for documents on Legent Clearing ("Legent"). A true and correct copy of my request is attached hereto as Exhibit 37.

16. A true and correct copy of Legent's declaration, dated April 24, 2008, regarding its production of documents in response to the Commission's request is attached hereto as Exhibit 38.

17. In response to the Commission's request for documents, Legent produced the following documents:

a. A brokerage account statement for account number 4419-5861 held at EKN Financial Services Inc. (for which Legent acts as the clearing agent), in the name of Palladium, attention Don Lopez, for the time period beginning November 1, 2007 and ending November 30, 2007, a true and correct copy of which is attached hereto as Exhibit 39.

b. A brokerage account statement for Palladium's brokerage account number 4419-5861, for the time period beginning March 1, 2008 and ending March 31, 2008, a true and correct copy of which is attached hereto as Exhibit 40.

c. Documentation concerning a series of wire transfers occurring between February 5, 2008 and April 8, 2008 detailing the cumulative transfer of $875,000 between Palladium's brokerage account and Palladium's HNB checking account number 27-001064-5, true and correct copies of which are attached hereto as Exhibit 41.

d. A one page account summary for Palladium's brokerage account number 4419-5861 as of April 25, 2008 that, among other things, indicates that Palladium currently has a balance $2,425,906.62 and has paid commissions totaling $557,810, a true and correct copy of which is attached hereto as Exhibit 42.

18. Attached hereto as Exhibit 43 is a true and correct copy of a printout of six pages downloaded on March 7, 2008 from Plus Money's former website,

www.plusmoneyinc.com.

19. In the course of the Commission's investigation, on April 9, 2008, Mr. Del Greco issued a request for documents and other materials to Plus Money care of Matthew La Madrid. A true and correct copy of Mr. Del Greco's letter is attached hereto as Exhibit 44. As of the date of this declaration, the Commission has not received a response from either Plus Money or Matthew La Madrid.

20. At Mr. Del Greco's direction, a member of the Commission staff conducted a search of the Commission's investment-adviser registration records. This search revealed that Plus Money is not registered with the Commission as an investment adviser.

21. I conducted a search of FINRA's broker-dealer registration records. This search revealed that Plus Money was not registered as a broker-dealer, and La Madrid was formerly a registered representative of a broker-dealer, and that he was born in September of 1966 and is a resident of Jamul, California.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 27th day of April 2008 in Los Angeles, California.

Marc J. Blau

Exhibit 1

Source: Public Records > People, Business & Asset Locators > Business Locator > Combined Business & Corporation Information > **Combined Business and Corporation Information**
Terms: **"plus money"** (Edit Search | Suggest Terms for My Search)

Select for FOCUS™ or Delivery

NEVADA SECRETARY OF STATE

THIS DATA IS FOR INFORMATIONAL PURPOSES ONLY

CERTIFICATION CAN ONLY BE OBTAINED THROUGH THE ISSUING GOVERNMENT AGENCY

NEVADA SECRETARY OF STATE

Company Name: PLUS MONEY, INC.

Mailing Address:
P O BOX 27740
LAS VEGAS, NEVADA NV

Type: Domestic Corporation

Status: Active

Standing: CURRENTLY IN GOOD STANDING

Status Date: 9/8/2005

Filing Date: 6/18/2004

State or Country of Incorporation: NEVADA

Registered Agent:
NEVADA CORPORATE HEADQUARTERS, INC.
Creation Date: 6/18/2004

Registered Office:
101 CONVENTION CENTER DR #700
LAS VEGAS, NEVADA 89109

Filing Number: C16377-2004

Stock Information:
Shares Issued: 25,000,000
Par Value: $ 0.00

Officers, Directors:
MARY STELLA LA MADRID

Exhibit 1 Page 10

Director
PO BOX 27740
LAS VEGAS, NEVADA 89126

MATTHEW E LA MADRID
Director
PO BOX 27740
LAS VEGAS, NEVADA 89126

MATTHEW E LA MADRID
President
PO BOX 27740
LAS VEGAS, NEVADA 89126

MARY STELA LA MADRID
Secretary
PO BOX 27740
LAS VEGAS, NEVADA 89126

MATTHEW E LA MADRID
Secretary
PO BOX 27740
LAS VEGAS, NEVADA 89126

BEAU LA MADRID
Treasurer
PO BOX 27740
LAS VEGAS, NEVADA 89126

MATTHEW E LA MADRID
Treasurer
PO BOX 27740
LAS VEGAS, NEVADA 89126

History:

File Date: 6/18/2004
Transaction: Articles of Incorporation

File Date: 11/29/2004
Comments: List of Officers for 2004 to 2005
Transaction: Initial List

File Date: 8/4/2005

Exhibit 1 Page 11

Transaction: Annual List

File Date: 6/29/2006
Transaction: Annual List

Source: Public Records > People, Business & Asset Locators > Business Locator > Combined Business & Corporation Information > **Combined Business and Corporation Information**
Terms: **"plus money"** (Edit Search | Suggest Terms for My Search)
View: Full
Date/Time: Monday, March 5, 2007 - 4:32 PM EST

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Exhibit 1 Page 12

THE PREMIUM RETURN FUND LIMITED-LIABILITY LIMITED PARTNERSHIP

Business Entity Information

Status:	Active	File Date:	8/5/2004
Type:	Domestic Limited Partnership	Corp Number:	LP1566-2004
Qualifying State:	NV	List of Officers Due:	8/31/2008
Managed By:		Expiration Date:	8/31/2024

Resident Agent Information

Name:	NEVADA CORPORATE HEADQUARTERS INC	Address 1:	101 CONVENTION CENTER DR STE 700
Address 2:		City:	LAS VEGAS
State:	NV	Zip Code:	89109
Phone:		Fax:	
Email:		Mailing Address 1:	PO BOX 27740
Mailing Address 2:		Mailing City:	LAS VEGAS
Mailing State:	NV	Mailing Zip Code:	89126

Financial Information

No Par Share Count:	0	Capital Amount:	$ 0

No stock records found for this company

Officers

☑ Include Inactive Officers

General Partner - PLUS MONEY INC

Address 1:	PO BOX 2770	Address 2:	
City:	LAS VEGAS	State:	NV
Zip Code:	89126	Country:	
Status:	Active	Email:	

General Partner - PLUS MONEY INC

Address 1:	PO BOX 2770	Address 2:	
City:	LAS VEGAS	State:	NV
Zip Code:	89126	Country:	
Status:	Historical	Email:	

Actions\Amendments

Action Type:	Certificate of Limited Partnership		
Document Number:	LP1566-2004-001	# of Pages:	1
File Date:	08/05/2004	Effective Date:	

(No notes for this action)

Action Type:	Initial List		
Document Number:	LP1566-2004-002	# of Pages:	1
File Date:	11/29/2004	Effective Date:	

List of Officers for 2004 to 2005

Action Type:	Certificate of Registration		
Document Number:	20050243671-70	# of Pages:	1
File Date:	06/22/2005	Effective Date:	

(No notes for this action)

Action Type:	Annual List		
Document Number:	20050350250-52	# of Pages:	1
File Date:	08/02/2005	Effective Date:	

Exhibit 2 Page 13

(No notes for this action)			
Action Type:	Annual List		
Document Number:	20060480616-43	# of Pages:	1
File Date:	07/26/2006	Effective Date:	
(No notes for this action)			
Action Type:	Annual List		
Document Number:	20070603774-96	# of Pages:	1
File Date:	08/30/2007	Effective Date:	
(No notes for this action)			

Exhibit 2 Page 14

THE PREMIUM RETURN FUND II LIMITED-LIABILITY LIMITED PARTNERSHIP

Business Entity Information

Status:	Active	File Date:	6/21/2005 3:32:13 PM
Type:	Domestic Limited Partnership	Corp Number:	E0392552005-7
Qualifying State:	NV	List of Officers Due:	6/30/2008
Managed By:		Expiration Date:	6/30/2025

Resident Agent Information

Name:	NEVADA CORPORATE HEADQUARTERS INC	Address 1:	101 CONVENTION CENTER DR STE 700
Address 2:		City:	LAS VEGAS
State:	NV	Zip Code:	89109
Phone:		Fax:	
Email:		Mailing Address 1:	PO BOX 27740
Mailing Address 2:		Mailing City:	LAS VEGAS
Mailing State:	NV	Mailing Zip Code:	89126

Financial Information

No Par Share Count:	0	Capital Amount:	$ 0

No stock records found for this company

Officers

☑ Include Inactive Officers

General Partner - PLUS MONEY, INC.

Address 1:	PO BOX 27740	Address 2:	
City:	LAS VEGAS	State:	NV
Zip Code:	89126	Country:	
Status:	Active	Email:	

General Partner - PLUS MONEY, INC.

Address 1:	PO BOX 27740	Address 2:	
City:	LAS VEGAS	State:	NV
Zip Code:	89126	Country:	
Status:	Historical	Email:	

Actions\Amendments

Action Type:	Certificate of Limited Partnership		
Document Number:	20050242375-60	# of Pages:	1
File Date:	06/21/2005	Effective Date:	

(No notes for this action)

Action Type:	Certificate of Registration		
Document Number:	20050242376-71	# of Pages:	1
File Date:	06/21/2005	Effective Date:	

(No notes for this action)

Action Type:	Initial List		
Document Number:	20050252162-05	# of Pages:	1
File Date:	06/24/2005	Effective Date:	

(No notes for this action)

Action Type:	Annual List		
Document Number:	20060421158-59	# of Pages:	1
File Date:	06/29/2006	Effective Date:	

Exhibit 3 Page 15

(No notes for this action)			
Action Type:	Annual List		
Document Number:	20070452567-78	# of Pages:	1
File Date:	06/28/2007	Effective Date:	
(No notes for this action)			

Exhibit 3 Page 16

THE PREMIUM RETURN FUND III LIMITED-LIABILITY LIMITED PARTNERSHIP

Business Entity Information

Status:	Active on 5/1/2007	File Date:	2/27/2006 4:01:31 PM
Type:	Domestic Limited Partnership	Corp Number:	E0139802006-2
Qualifying State:	NV	List of Officers Due:	2/29/2008
Managed By:		Expiration Date:	2/28/2026

Resident Agent Information

Name:	NEVADA CORPORATE HEADQUARTERS INC	Address 1:	101 CONVENTION CENTER DR STE 700
Address 2:		City:	LAS VEGAS
State:	NV	Zip Code:	89109
Phone:		Fax:	
Email:		Mailing Address 1:	PO BOX 27740
Mailing Address 2:		Mailing City:	LAS VEGAS
Mailing State:	NV	Mailing Zip Code:	89126

Financial Information

No Par Share Count:	0	Capital Amount:	$ 0

No stock records found for this company

Officers

☒ Include Inactive Officers

General Partner - PLUS MONEY, INC

Address 1:	PO BOX 27740	Address 2:	
City:	LAS VEGAS	State:	NV
Zip Code:	89126	Country:	
Status:	Active	Email:	

Actions\Amendments

Action Type:	Certificate of Limited Partnership		
Document Number:	20060120346-54	# of Pages:	1
File Date:	02/27/2006	Effective Date:	

(No notes for this action)

Action Type:	Certificate of Registration		
Document Number:	20060120347-65	# of Pages:	1
File Date:	02/27/2006	Effective Date:	

(No notes for this action)

Action Type:	Reinstatement		
Document Number:	20070296128-47	# of Pages:	1
File Date:	04/25/2007	Effective Date:	

(No notes for this action)

Action Type:	Acceptance of Resident Agent		
Document Number:	20070296130-80	# of Pages:	1
File Date:	04/25/2007	Effective Date:	

(No notes for this action)

Exhibit 4 Page 17

Westlaw.

59150863536

CORPORATE RECORDS & BUSINESS REGISTRATIONS

This Record Last Updated:	02/20/2008
Database Last Updated:	04-24-2008
Update Frequency:	WEEKLY
Current Date:	04/24/2008
Source:	AS REPORTED BY THE SECRETARY OF STATE OR OTHER OFFICIAL SOURCE

COMPANY INFORMATION

Name:	RETURN FUND, LLC
D&B DUNS:	16-321-8121

FILING INFORMATION

Identification Number:	LLC13533-2004
Filing Date:	06/18/2004
State of Incorporation:	NEVADA
Expiration Date:	06/18/2504
Status:	ACTIVE
Status Attained Date:	09/06/2005
Business Type:	DOMESTIC LIMITED LIABILITY CO
Where Filed:	CORPORATION DIV STATE CAPITOL CARSON CITY, NV 89714

REGISTERED AGENT INFORMATION

Name:	NEVADA CORPORATE HEADQUARTERS INC
Address:	101 CONVENTION CENTER DR STE 700 LAS VEGAS, NV 89109

PRINCIPAL INFORMATION

Name:	PLUS MONEY INC
Title:	MANAGER
Address:	PO BOX 27740 LAS VEGAS, NV 89126

Exhibit 5 Page 18

59150863536

AMENDMENT INFORMATION

Amendments:

06/28/2007 MISCELLANEOUS ANNUAL LIST-DOCUMENT ID: 20070452584-87

06/29/2006 MISCELLANEOUS ANNUAL LIST-DOCUMENT ID: 20060421122-30

08/02/2005 MISCELLANEOUS ANNUAL LIST-DOCUMENT ID: 20050350140-20

11/29/2004 MISCELLANEOUS INITIAL LIST;LIST OF OFFICERS FOR 2004 TO 2005-DOCUMENT ID: LLC13533-2004-002

06/18/2004 MISCELLANEOUS ARTICLES OF ORGANIZATION-DOCUMENT ID: LLC13533-2004-001

ADDITIONAL DETAIL INFORMATION

Additional Details: MANAGED BY:MANAGERS

Call Westlaw CourtExpress at 1-877-DOC-RETR (1-877-362-7387)
to order copies of documents related to this or other matters.
Additional charges apply.

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END OF DOCUMENT

Westlaw.

16589823867

16589823867

CORPORATE RECORDS & BUSINESS REGISTRATIONS

This Record Last Updated:	02/20/2008
Database Last Updated:	04-24-2008
Update Frequency:	WEEKLY
Current Date:	04/24/2008
Source:	AS REPORTED BY THE SECRETARY OF STATE OR OTHER OFFICIAL SOURCE

COMPANY INFORMATION

Name:	RETURN FUND II, LLC

FILING INFORMATION

Identification Number:	E0385152005-0
Filing Date:	06/17/2005
State of Incorporation:	NEVADA
Status:	ACTIVE
Business Type:	DOMESTIC LIMITED LIABILITY CO
Where Filed:	CORPORATION DIV STATE CAPITOL CARSON CITY, NV 89714

REGISTERED AGENT INFORMATION

Name:	NEVADA CORPORATE HEADQUARTERS INC
Address:	101 CONVENTION CENTER DR STE 700 LAS VEGAS, NV 89109

PRINCIPAL INFORMATION

Name:	PLUS MONEY INC
Title:	MANAGER
Address:	PO BOX 27740 LAS VEGAS, NV 89126

AMENDMENT INFORMATION

Amendments:	06/28/2007 MISCELLANEOUS ANNUAL LIST-DOCUMENT ID:

Exhibit 6 Page 20

16589823867

20070452174-22

06/29/2006 MISCELLANEOUS ANNUAL LIST-DOCUMENT ID: 20060421121-29

07/08/2005 MISCELLANEOUS INITIAL LIST-DOCUMENT ID: 20050306210-49

06/17/2005 MISCELLANEOUS ARTICLES OF ORGANIZATION-DOCUMENT ID: 20050237856-78

DITIONAL DETAIL INFORMATION

Additional Details: MANAGED BY:MANAGERS

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Exhibit 6 Page 21

Exhibit 7

66413657325

CORPORATE RECORDS & BUSINESS REGISTRATIONS

This Record Last Updated:	03/27/2008
Database Last Updated:	04-24-2008
Update Frequency:	WEEKLY
Current Date:	04/24/2008
Source:	AS REPORTED BY THE SECRETARY OF STATE OR OTHER OFFICIAL SOURCE

COMPANY INFORMATION

Name:	RETURN FUND III, LLC

FILING INFORMATION

Identification Number:	E0136052006-8
Filing Date:	02/24/2006
State of Incorporation:	NEVADA
Status:	DEFAULT
Status Attained Date:	03/01/2008
Business Type:	DOMESTIC LIMITED LIABILITY CO
Where Filed:	CORPORATION DIV STATE CAPITOL CARSON CITY, NV 89714

REGISTERED AGENT INFORMATION

Name:	NEVADA CORPORATE HEADQUARTERS INC
Address:	101 CONVENTION CENTER DR STE 700 LAS VEGAS, NV 89109

PRINCIPAL INFORMATION

Name:	PLUS MONEY, INC
Title:	MANAGER
Address:	PO BOX 27740 LAS VEGAS, NV 89126

AMENDMENT INFORMATION

Exhibit 7 Page 22

Amendments: 04/25/2007 MISCELLANEOUS REINSTATEMENT-DOCUMENT ID: 20070296131-91

02/24/2006 MISCELLANEOUS ARTICLES OF ORGANIZATION;24/FSC/FED X 7918 7208 98-DOCUMENT ID: 20060115877-67

ADDITIONAL DETAIL INFORMATION

Additional Details: MANAGED BY:MANAGERS

Call Westlaw CourtExpress at 1-877-DOC-RETR (1-877-362-7387)
to order copies of documents related to this or other matters.
Additional charges apply.

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END OF DOCUMENT

Exhibit 7 Page 23

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CORPORATE RECORDS & BUSINESS REGISTRATIONS

This Record Last Updated:	02/20/2008
Database Last Updated:	04-24-2008
Update Frequency:	WEEKLY
Current Date:	04/24/2008
Source:	AS REPORTED BY THE SECRETARY OF STATE OR OTHER OFFICIAL SOURCE

COMPANY INFORMATION

Name:	RETURN FUND IV, LLC

FILING INFORMATION

Identification Number:	E0456352006-1
Filing Date:	06/14/2006
State of Incorporation:	NEVADA
Status:	ACTIVE
Status Attained Date:	05/11/2007
Business Type:	DOMESTIC LIMITED LIABILITY CO
Where Filed:	CORPORATION DIV STATE CAPITOL CARSON CITY, NV 89714

REGISTERED AGENT INFORMATION

Name:	NEVADA CORPORATE HEADQUARTERS INC
Address:	101 CONVENTION CENTER DR STE 700 LAS VEGAS, NV 89109

PRINCIPAL INFORMATION

Name:	PLUS MONEY INC.
Title:	MANAGER
Address:	P.O. BOX 27740 LAS VEGAS, NV 89126

AMENDMENT INFORMATION

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Amendments: 05/02/2007 MISCELLANEOUS INITIAL LIST-DOCUMENT ID: 20070314366-22

06/14/2006 MISCELLANEOUS ARTICLES OF ORGANIZATION-DOCUMENT ID: 20060382357-26

ADDITIONAL DETAIL INFORMATION

Additional Details: MANAGED BY:MANAGERS

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Exhibit 8 Page 25

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CORPORATE RECORDS & BUSINESS REGISTRATIONS

This Record Last Updated:	02/20/2008
Database Last Updated:	04-24-2008
Update Frequency:	WEEKLY
Current Date:	04/24/2008
Source:	AS REPORTED BY THE SECRETARY OF STATE OR OTHER OFFICIAL SOURCE

COMPANY INFORMATION

Name:	RETURN FUND V, LLC

FILING INFORMATION

Identification Number:	E0456322006-8
Filing Date:	06/14/2006
State of Incorporation:	NEVADA
Status:	ACTIVE
Status Attained Date:	05/11/2007
Business Type:	DOMESTIC LIMITED LIABILITY CO
Where Filed:	CORPORATION DIV STATE CAPITOL CARSON CITY, NV 89714

REGISTERED AGENT INFORMATION

Name:	NEVADA CORPORATE HEADQUARTERS INC
Address:	101 CONVENTION CENTER DR STE 700 LAS VEGAS, NV 89109

PRINCIPAL INFORMATION

Name:	PLUS MONEY, INC.
Title:	MANAGER
Address:	P.O. BOX 27740 LAS VEGAS, NV 89126

AMENDMENT INFORMATION

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Amendments:	05/02/2007 MISCELLANEOUS INITIAL LIST-DOCUMENT ID: 20070314368-44
	06/14/2006 MISCELLANEOUS ARTICLES OF ORGANIZATION-DOCUMENT ID: 20060382337-84

ADDITIONAL DETAIL INFORMATION

Additional Details:	MANAGED BY:MANAGERS

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